

MARK-UP

POLICY TYPE: Governance Process as recommended by Invest Com 8-18-03

POLICY TITLE: Committee Principles

The Board may establish committees to help carry out its responsibilities.

1. Board committees may not speak or act for the Board except when formally given such authority.
2. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation.
3. Board committees may not exercise authority over staff.
4. All members of the Retirement Board shall be notified as to the time and place of all committee meetings. Any Retirement Board member may attend any committee meeting, but only committee members may vote on committee matters.
5. Appointments to committees shall be for four-year terms unless otherwise noted. Initial appointments for less than four years may be reappointed to one full, four-year term.
6. A quorum of each committee and the number of affirmative votes needed for a motion to carry shall be a majority of the designated size of the committee.
7. Board committees shall elect their own chair and vice chair unless otherwise indicated by Board policy.
8. The Executive Director shall serve as secretary and an ex-officio non-voting member of Board committees or shall delegate another member of the staff to serve in this capacity.
9. Committees shall report to the Board following each of their meetings.

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

Amended:

POLICY TYPE: Governance Process

POLICY TITLE: Investment Committee Charter

1. There shall be an Investment Committee composed of six members of the Board. The Chair of the Board will appoint four members. The Chair and Vice-Chair of the Board shall serve as ex-officio voting members of the Committee.
2. The Committee shall meet on call by the Committee Chair and/or the Executive Director, but not less than on a quarterly basis.
3. The purposes of the Committee shall be:
 - a. To consider investment policies and procedures for recommendation to the Board for adoption.
 - b. To consider asset allocations for recommendation to the Board for adoption.
 - c. To consider all investment proposals for approval or rejection, unless they are assigned to other committees by the Board.
 - d. To monitor all phases of the investment program, ~~including the Real Estate Committee and the Real Estate Screening Committee~~, and recommend any changes that need to be made to the full Board.

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

Amended:

POLICY TYPE: Governance Process

POLICY TITLE: Legislative Committee Charter

1. There shall be a Legislative Committee composed of five members of the Board appointed by the Board Chair. The Board Chair and Vice-Chair may serve as a voting members of the committee.
2. The Committee shall meet twice monthly, or more often if needed, during the three-month pre-legislative fall season and during the General Assembly sessions. At other times, the Committee will meet on call by either the Committee Chair or the Executive Director.
3. The committee shall recommend to the Board for approval a spokesperson to present and support the Board's defined and adopted positions on legislative issues.
4. The purposes of the Legislative Committee shall be:
 - a. To preview legislative proposals that will impact the Retirement System and its members.
 - b. To suggest and develop legislative proposals for the benefit of the Retirement System and its members.
 - c. To make recommendations to the Board for initiating or supporting legislative proposals or for opposing proposed legislation.
 - d. To review and monitor enacted legislation relating to the Retirement System and its members. It shall be the ongoing responsibility of the Legislative Committee:
 - i. To see that such legislation is properly incorporated into Retirement System policies and procedures, and
 - ii. To monitor the effect of such legislation as it relates to current and future retirees.
 - e. To monitor meetings of the Legislative Council and the Committee on Social Security and Retirement.

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

Amended:

POLICY TYPE: Governance Process

POLICY TITLE: Policies Committee Charter

1. There shall be a Policies Committee composed of five members of the Board. The Board Chair will appoint four trustees to the Committee. The Board Chair and Vice Chair ~~and~~ will serve as ~~an~~ ex-officio voting members of the Committee.
2. The Committee shall meet bi-monthly, or on call by either the Chair or the Executive Director.
3. The primary purpose of the Policies Committee is to receive and consider proposals for the adoption of new policy, except investment policy which is to be considered by the Investment Committee, and the revision or deletion of existing policy. The Committee is responsible for recommending the adoption or rejection of any such policy proposals to the Board.
4. Recommendations or suggestions for initiating or changing Board policy must be submitted in writing to the Board Chair, the Chair of the Policies Committee and the Executive Director seven days prior to the next meeting of the Policies Committee.

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

Amended:

POLICY TYPE: Governance Process

POLICY TITLE: Real Estate Committee Charter

1. ~~There shall be a Real Estate Committee composed of five members—including three members selected from the business community, the Arkansas Banking Commissioner, and the ATRS Real Estate Investment Manager.~~
 - ~~a. The Board shall select six business community members from a list compiled by the Executive Director and the Board. The business community members shall be appointed for one year terms and may be reappointed. Three members will be selected by the Committee Chair to serve at a particular meeting.~~
 - i. ~~The six members from the business community shall be knowledgeable about real estate matters. A person will be deemed to be “knowledgeable with respect to real estate matters” if that person is a present or former lending officer for a federally insured financial institution, or is a licensed Arkansas real estate broker with five years or more experience as such, or is an Arkansas licensed real estate appraiser (state certified general appraiser or MAI designation).~~
 - ~~b. The Real Estate Investment Manager will be employed by the Board to review, monitor and advise on all aspects of the real estate portfolio including management contracts. This will include advice on assets and loans currently in the portfolio as well as future loans and acquisitions. The Real Estate Investment Manager shall have a minimum of ten years experience as a commercial real estate broker, property developer, appraiser, counselor, lender or a combination thereof.~~
2. ~~No member of the Committee may do business with ATRS while serving on the committee or for a period of three years thereafter.~~
3. ~~The Real Estate Investment Manager shall serve as Chair of the Committee.~~
4. ~~The Committee shall operate under guidelines and procedures approved by the Board.~~
5. ~~The purpose of the Committee shall be to consider and approve or disapprove all real estate investments submitted by the Real Estate Screening Committee. ATRS Legal Counsel must review all such proposals prior to final approval by the Committee.~~
6. ~~The Committee shall have the authority to renew loans that have matured and performed according to loan documents. This shall include, but not be limited to raising and lowering interest rates, substituting or requiring more collateral and making adjustments in life insurance premiums.~~

- ~~7. Total real estate investments shall not exceed the system's approved asset allocation as determined by the Board at the beginning of each fiscal year. Should the real estate allocation be exceeded, no additional real estate investments shall be entered into until the asset allocation exceeds the total real estate investments.~~
- ~~8. Minutes of each meeting will be maintained and reports of all actions taken by the Committee will be presented at the following Investment Committee meeting and Board meeting for final approval.~~

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

~~Amended:~~

Repealed:

POLICY TYPE: Governance Process

~~POLICY TITLE: Real Estate Screening Committee Charter~~

- ~~1. There shall be a Real Estate Screening Committee composed of four members— including the Investment Committee Chair, one other Board member appointed by the Board Chair, the Retirement Fund Investment Supervisor, and the Associate Director—Investments.~~
- ~~2. The Investments Supervisor shall serve as Chair.~~
- ~~3. The primary purpose of the Committee shall be to consider all real estate loans and acquisition proposals for preliminary approval. Proposals approved by the Committee will be submitted for “due diligence” study by underwriters selected by the Real Estate Committee.~~

Authority: ~~Act 427 of 1973~~ A.C.A. §§24-7-301 - 305

Adopted: June 12, 2002

~~Amended:~~

Repealed:

